

Whereas, we believe in full disclosure of JPMorgan’s direct and indirect lobbying activities and expenditures to assess whether its lobbying is consistent with its expressed goals and in the best interest of shareholders.

Resolved, the shareholders of JPMorgan request the preparation of a report, updated annually, disclosing:

1. Company policy and procedures governing lobbying, both direct and indirect, and grassroots lobbying communications.
2. Payments by JPMorgan used for (a) direct or indirect lobbying or (b) grassroots communications, in each case including the amount of the payment and the recipient.
3. Description of management’s and the Board’s decision-making process and oversight for making payments described in section 2 above.

For purposes of this proposal, a “grassroots lobbying communication” is a communication directed to the general public that (a) refers to specific legislation or regulation, (b) reflects a view on the legislation or regulation and (c) encourages the recipient of the communication to take action with respect to the legislation or regulation. “Indirect lobbying” is lobbying engaged in by a trade association or other organization of which JPMorgan is a member.

Both “direct and indirect lobbying” and “grassroots lobbying communications” include efforts at the local, state and federal levels.

The report shall be presented to the Public Responsibility Committee and posted on JPMorgan’s website.

Supporting Statement

As shareholders, we encourage transparency and accountability in JPMorgan’s use of corporate funds to influence legislation and regulation. JPMorgan spent \$44.33 million from 2010 – 2017 on federal lobbying, not including expenditures to influence legislation

in states where JPMorgan also lobbies, thus disclosure is uneven or absent. For example, a study found JPMorgan spent nearly \$2.5 million lobbying in 6 states from 2012 – 2015¹.

JPMorgan belongs to the Chamber of Commerce, which has spent over \$1.5 billion on lobbying since 1998. And CEO Jamie Dimon is the Chair of the Business Roundtable, which is actively campaigning against the right of shareholders to file resolutions. JPMorgan's dues payments support such lobbying against shareholder rights.

JPMorgan does not disclose its payments to trade associations or the amounts used for lobbying. While JPMorgan prohibits any company payments to trade associations from being used for political contributions, this does not cover payments used for lobbying. This leaves a serious disclosure gap, as trade associations generally spend far more on lobbying than on political contributions. So, the picture of JPMorgan's public policy advocacy is blurry at best.

We are concerned that JPMorgan's lack of trade association lobbying disclosure presents reputational risks when it contradicts the company's public positions. For example, JPMorgan has forward looking positions on climate change and supported a global agreement to address climate change, yet the Chamber undermined the Paris Climate Accord.²

¹ How Leading U.S. Corporations Govern and Spend on State Lobbying," *Sustainable Investments Institute*, February 2017

² Paris Pullout Pits Chamber against Some of Its Biggest Members," *Bloomberg*, June 9, 2017